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- and -

Dion W. Hayes (VSB No. 34304)
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Attorneys for the Debtors and
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

-----X		
In re	:	Chapter 11
	:	
LandAmerica Financial Group, Inc., <u>et al.</u> ,	:	Case No. 08-35994 (KRH)
	:	
Debtors.	:	(Jointly Administered)
-----X		

**ORDER APPROVING FIRST APPLICATION OF WILLKIE
FARR & GALLAGHER LLP AS COUNSEL FOR DEBTORS FOR
INTERIM ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
FROM NOVEMBER 26, 2008 THROUGH FEBRUARY 28, 2009**

Upon the application, dated April 14, 2009, (the “**Application**”) of Willkie Farr &
Gallagher LLP (“**WF&G**”), attorneys for LandAmerica Financial Group, Inc. and LandAmerica
1031 Services, Inc. (collectively, the “**Debtors**”), for interim allowance of compensation for

professional services rendered and reimbursement of expenses incurred from November 26, 2008 through February 28, 2009, pursuant to sections 330(a) and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”); and no objections having been filed; and a hearing (the “**Hearing**”) having been held before this Court on May 14, 2009 to consider the Application; and it appearing that sufficient notice has been given, and no other notice being necessary; and upon the full record of the Hearing and all prior proceedings in these cases; and after due deliberation and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED AND DECREED that:

1. The Application is granted to the extent set forth herein.
2. All capitalized terms used but not defined herein shall have the same meaning ascribed to them in the Application.
3. The fees and expenses of WF&G requested for services rendered and expenses incurred during the First Application Period are approved on an interim basis, in the amounts and to the extent provided in Schedule A-1 annexed hereto.
4. The Debtors are authorized and directed to pay as soon as practicable all fees and expenses approved by this Order (including the 15% Holdback) that remain unpaid.
5. This Court shall retain jurisdiction over all matters arising from or related to the interpretation and implementation of this Order.

Dated: May __, 2009

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Rachel C. Strickland
WILLKIE FARR & GALLAGHER LLP
Paul V. Shalhoub, Esq.
Rachel C. Strickland, Esq.
Jordana Linder, Esq.
787 Seventh Avenue
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-and-

/s/ John H. Maddock III
Dion W. Hayes (VSB No. 34304)
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Attorneys for the Debtors and Debtors in Possession

LOCAL BANKRUPTCY RULE 9022-1 (C) CERTIFICATION

Pursuant to Local Bankruptcy Rule 9022-1 (C), I hereby certify that the foregoing order, substantially in the form herein, has been endorsed by or served upon all necessary parties.

/s/ John H. Maddock III
Dion W. Hayes (VSB No. 34304)
John H. Maddock III (VSB No. 41044)
McGUIREWOODS LLP
One James Center
901 East Cary Street
Richmond, Virginia 23219-4030
(804) 775-1000

CASE NAME: LandAmerica Financial Group, Inc.
CASE NUMBER: 08-35994 (KRH) (Jointly Administered)

SCHEDULE A-1

FEES AND EXPENSES APPROVED ON AN INTERIM BASIS

<u>Applicant</u>	<u>Capacity</u>	Interim Compensation <u>Approved</u> ¹	Interim Reimbursement of <u>Expenses Approved</u>
Willkie Farr & Gallagher LLP	Attorneys for the Debtors	\$4,062,498.00	\$129,170.77

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¹ This amount includes amounts “held-back.”